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May 22, 2001

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When calling relative to this
matter, refer to file No. 1003.

Honorable Philip N. Asprodites
Commissioner of Conservation
Office of Conservation
P. O. Box 94275
Baton Rouge, Louisiana 70804-9275

RE: Hosston 7900' Sand, Reservoir A
Conville Sand, Reservoir B
Brown-Ozley Sand
Poland Sand, Reservoir B
Lower Hosston A Zone, Reservoir A
Bear Creek Field
Bienville Parish, Louisiana

APPLICATION FOR PUBLIC HEARING

Dear Sir:

Franks Petroleum Inc. hereby makes application pursuant to the revised rules of procedure for a public hearing to consider evidence relating to the following matters pertaining to the Hosston 7900' Sand, Reservoir A, the Conville Sand, Reservoir B, the Brown-Ozley Sand, the Poland Sand, Reservoir B, and the Lower Hosston A Zone, Reservoir A, in the Bear Creek Field, Bienville Parish, Louisiana:

1. To dissolve the drilling and production unit for the Hosston 7900', Sand Reservoir A, in the Bear Creek Field, designated as HOSS 7900 RA SUA, as shown on the plat attached hereto;
2. To establish one (1) additional drilling and production unit for the exploration for and production of gas and condensate from both the Poland Sand, Reservoir B, and

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the Lower Hosston A Zone, Reservoir A, in the Bear Creek Field, Bienville Parish, Louisiana, to be designated POLAND RB SUB and L HOSS A RA SUC, respectively, as outlined on the plats attached hereto and made a part hereof;

3. To force pool and integrate all of the separately owned tracts, mineral leases and other property interests within the proposed units for the Poland Sand, Reservoir B, and the Lower Hosston A Zone, Reservoir A, in accordance with Section 10, Title 30, of the Louisiana Revised Statutes of 1950 with each tract sharing in unit production on a surface acreage basis of participation;
4. To designate Will-Drill Production Co. Inc. as operator of POLAND RB SUB and L HOSS A RA SUC and to authorize the operator to designate and utilize the Bailey, et al No. 2 Well as the unit well for these units at the exceptional location shown on the plats attached hereto and made a part hereof;
5. To authorize the downhole or wellbore combination of hydrocarbons from any one or all of the Conville Sand, Reservoir B, the Brown-Ozley Sand, the Poland Sand, Reservoir B, and the Lower Hosston A Zone, Reservoir A, underlying CON RB SUA, BR-OZ SUEE, POLAND RB SUB, and L HOSS RA SUC, in the Will-Drill Production Co. Inc. - Bailey No. 2 Well, or in any well drilled in the future on these units;
6. To extend existing field rules to the proposed units, except to the extent inconsistent herewith; and
7. To consider and cover such other matters as the Commissioner of Conservation may deem appropriate and necessary under the circumstances.

The Hosston 7900' Sand, Reservoir A, in the Bear Creek Field, Bienville Parish, Louisiana, was fully defined in Office of Conservation Order No. 78-W, effective of and after November 1, 1979.

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The Conville Sand, Reservoir B, in the Bear Creek Field, Bienville Parish, Louisiana, was fully defined in Office of Conservation Order No. 78-L-8 effective of and after December 12, 1989.

The Brown-Ozley Sand in the Bear Creek Field, Bienville Parish, Louisiana, was fully defined in Office of Conservation Order No. 78-D, effective of and after February 20, 1952.

The Poland Sand, Reservoir B, in the Bear Creek Field, Bienville Parish, Louisiana, was fully defined in Office of Conservation Order No. 78-P-1, effective of and after August 29, 1979.

The Lower Hosston A Zone, Reservoir A, in the Bear Creek Field, Bienville Parish, Louisiana, was fully defined in Office of Conservation Order No. 78-AA, effective of and after January 8, 1991.

All of the units and proposed units which are the subject of this pre-application notice comprise the entirety of Section 33, Township 17 North, Range 6 West, Bienville Parish, Louisiana, overlies one another. The ownership within each of the units is the same.

Any pertinent data relating to this matter can be obtained at the cost of the requesting party, from Mr. Edward Yarbrough, Franks Petroleum Inc., P. O. Box 7665, Shreveport, Louisiana 71137-7665, telephone number (318) 221-9008.

The attached list includes the names of all Interested Owners, Represented Parties and Interested Parties known to Applicant after a diligent search and a copy of this notice, with plat attached, is being sent to each such party. Pursuant to Office of Conservation regulations, such list of parties is being furnished only to the Commissioner of Conservation and to the District Manager of the

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Commissioner of Conservation

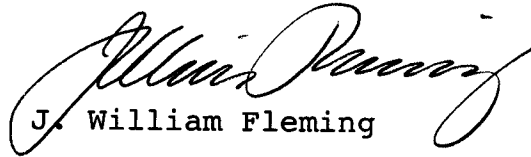
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Shreveport District of the Office of Conservation; however, the list of parties will be provided to any person requesting a copy of it. Also enclosed is the application fee herein.

Yours very truly,

COOK, YANCEY, KING & GALLOWAY



J. William Fleming

jwf:s

Enclosures

cc: Mr. Jim Broussard, District Manager
Interested Owners, Represented
Parties and Interested Parties

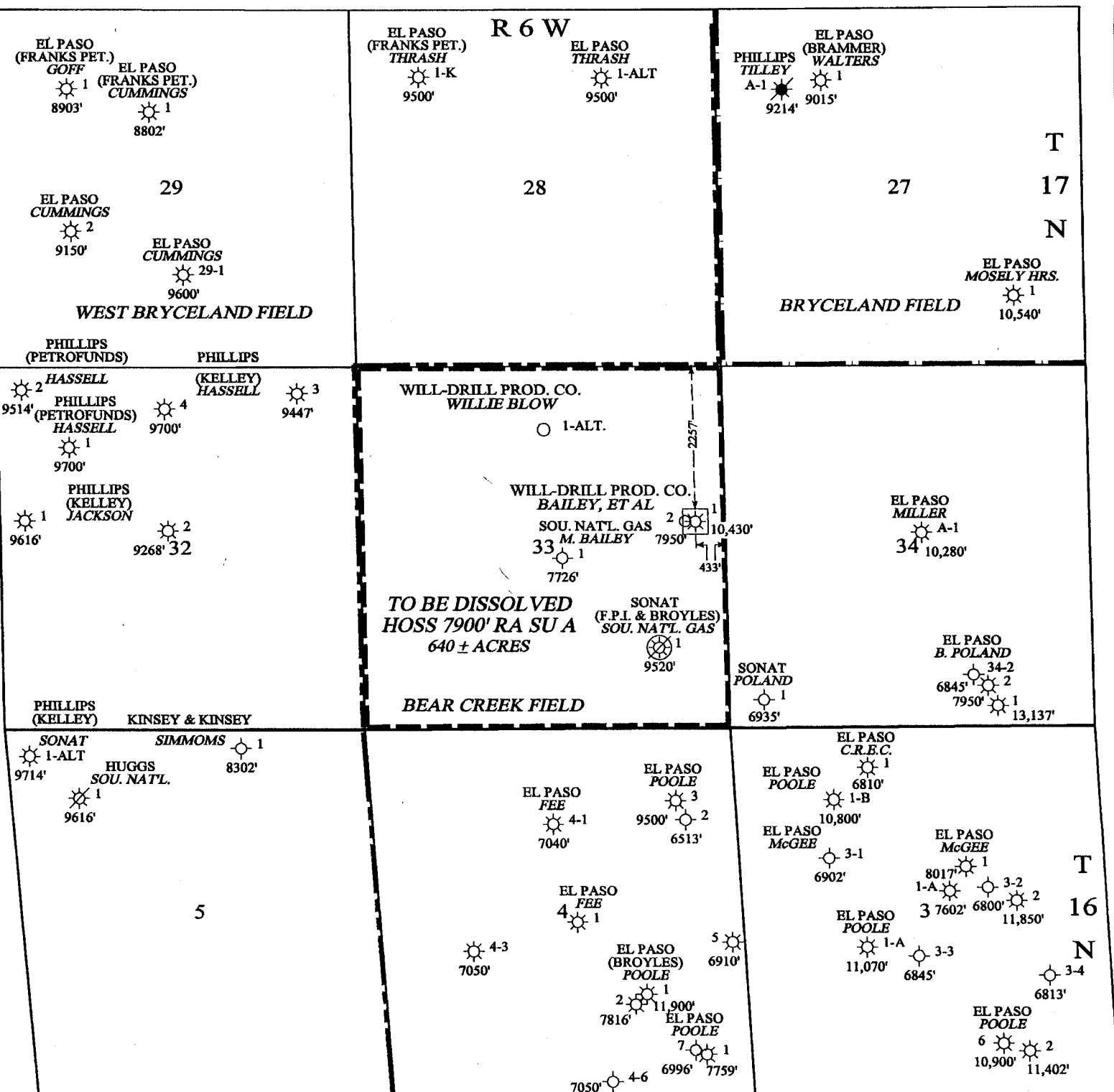
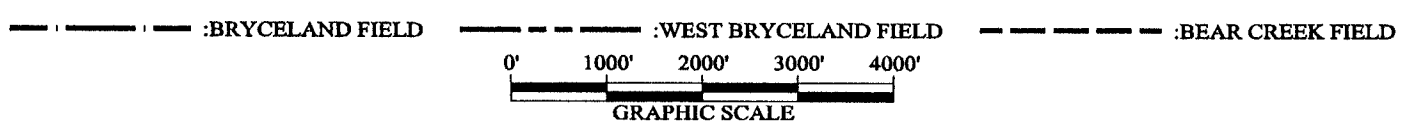


EXHIBIT NO. _____ DOCKET NO. 01-

FRANKS PETROLEUM INC.
SHREVEPORT, LOUISIANA

BEAR CREEK FIELD
BIENVILLE PARISH, LOUISIANA
PROPOSED UNIT TO BE DISSOLVED
HOSSTON 7900' RESERVOIR A SAND UNIT A

:SUBSTITUTE UNIT WELL :ORIGINAL UNIT WELL



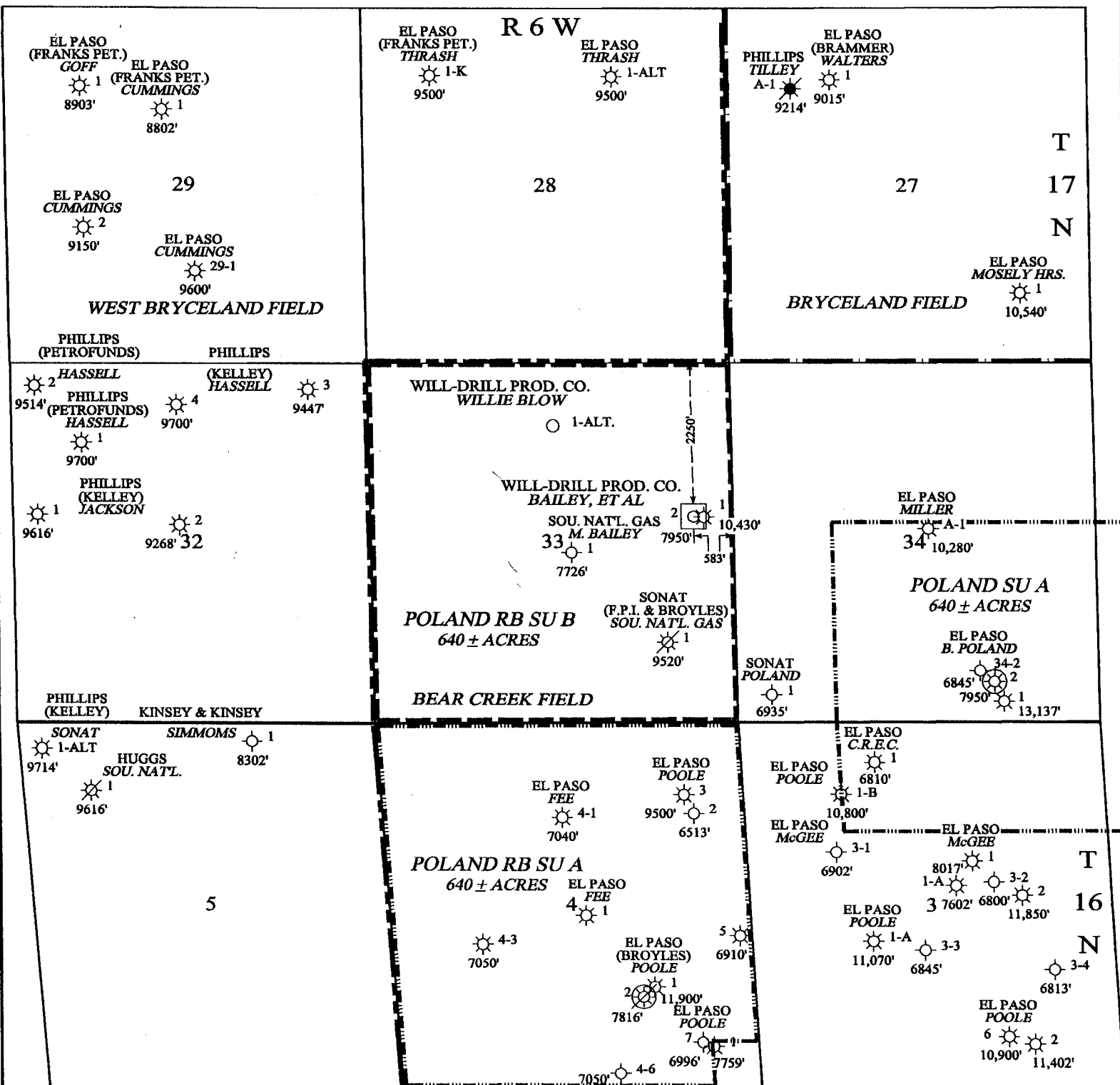


EXHIBIT NO. _____

DOCKET NO. 01-

FRANKS PETROLEUM INC.
SHREVEPORT, LOUISIANA

BEAR CREEK FIELD
BIENVILLE PARISH, LOUISIANA

**PROPOSED UNIT WELL FOR
PROPOSED POLAND RESERVOIR B SAND UNIT B**



:PROPOSED UNIT WELL



:ORIGINAL UNIT WELL

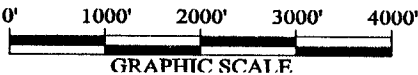
-----:EXISTING POLAND UNITS

-----:PROPOSED POLAND UNIT

-----:BRYCELAND FIELD

-----:WEST BRYCELAND FIELD

-----:BEAR CREEK FIELD



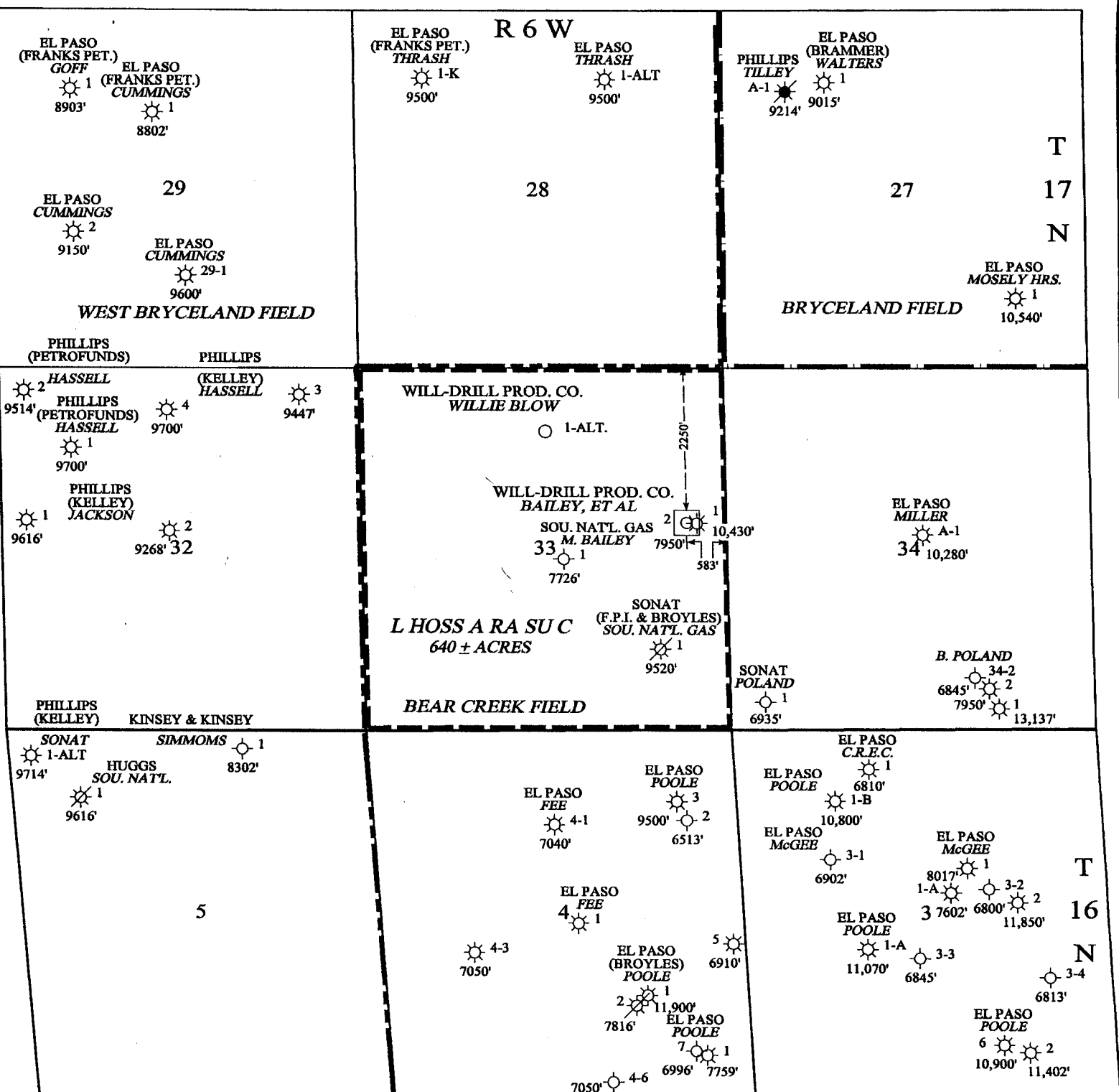


EXHIBIT NO. _____ DOCKET NO. 01-

FRANKS PETROLEUM INC.
SHREVEPORT, LOUISIANA

BEAR CREEK FIELD
BIENVILLE PARISH, LOUISIANA

PROPOSED UNIT WELL FOR
PROPOSED LOWER HOSSTON A RESERVOIR A SAND UNIT C

 :PROPOSED UNIT WELL - - - - - :PROPOSED L HOSS A RA SU C

- - - - - :BRYCELAND FIELD - - - - - :WEST BRYCELAND FIELD - - - - - :BEAR CREEK FIELD

